



ATTORNEYS AT LAW

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November 2, 2018

Via Overnight Mail

Ray C. Schrock, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153

Robert A. Reicker
Chief Financial Officer
Sears Holdings Corp.
3333 Beverly Road
Hoffman Estates, IL 60179

**Re: *In re Sears Holdings Corp., et al.* (collectively, the “Debtors”)
Case No. 18-23538 (RDD) (Jointly Administered)**

Dear Sirs:

We are counsel to Coca-Cola Bottling Co. Consolidated (“CCBCC”), a supplier of goods to the Debtors. Prior to October 15, 2018 (the “Petition Date”), the Debtors received, in the ordinary course of business, certain goods from CCBCC for which CCBCC has not received payment. Accordingly, CCBCC hereby asserts certain claims, rights and remedies with respect to those unpaid goods.

In accordance with Bankruptcy Code section 546(c), CCBCC hereby makes demand for reclamation of goods (the “Goods”) received by the Debtors from CCBCC within forty-five (45) days prior to the Petition Date in the Debtors’ bankruptcy cases. This reclamation demand covers Goods received by the Debtors on or after August 31, 2018. The Debtors received the Goods at a time when they were insolvent, and the Goods are currently in the Debtors’ possession.

Attached as **Exhibit A** to this correspondence is documentation describing or identifying the particular Goods for which CCBCC asserts its reclamation claim. CCBCC reserves the right to modify the scope of the Goods subject to its reclamation claim, following further investigation and subject to applicable law.

Please contact the undersigned for instructions concerning the return of the Goods to CCBCC. You are further notified that all goods subject to CCBCC’s reclamation rights should be protected and segregated, and are not to be used for any purpose whatsoever except by agreement of the parties or following notice and a hearing by a court of competent jurisdiction.

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This demand is made without prejudice to CCBCC's right to seek an 11 U.S.C. §503(b)(9) administrative claim with respect to any portion of the Goods that were received by the Debtors within twenty (20) days before the Petition Date, and receive payment pursuant to 11 U.S.C. §503(b)(1) with respect to any portion of the Goods that were received by the Debtors after the Petition Date.

Very truly yours,

/s/ Edward E. Neiger

Edward E. Neiger

EXHIBIT A